

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X	:	
In re:	:	Chapter 11
	:	
FILMED ENTERTAINMENT INC.,	:	
	:	Case No. 15-12244 (SCC)
Debtor. <sup>1</sup>	:	
-----X	:	

**GLOBAL NOTES AND STATEMENT OF LIMITATIONS,  
METHODOLOGY, AND DISCLAIMER REGARDING  
THE DEBTOR'S SCHEDULES AND STATEMENTS OF FINANCIAL AFFAIRS**

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Filmed Entertainment Inc. (the "Debtor") as debtor and debtor in possession in the above-captioned chapter 11 case (the "Chapter 11 Case") under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") has filed its Schedules and Statements of Financial Affairs (collectively, the "Statements") in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"). The Debtor, with the assistance of their advisors, prepared the Statements in accordance with section 521 of the Bankruptcy Code and Rule 1007 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules").

Clifton B. Knight, Jr. has signed the Statements. Mr. Knight is the Executive Vice President of Legal and Business Affairs and the authorized signatory for the Debtor. In reviewing and signing the Statements, Mr. Knight has necessarily relied upon the efforts, statements and representations of with reliance on appropriate corporate officers, and professional advisors.

Although the Debtor has made reasonable efforts to ensure the accuracy and completeness of such financial information, subsequent information or discovery may result in material changes to the Statements. As a result, inadvertent errors or omissions may exist. The Debtor reserves all rights to amend or supplement the Statements as is necessary and appropriate.

The Statements should not be relied upon by any persons for information relating to current or future financial conditions, events or performance of the Debtor.

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<sup>1</sup> The last four digits of the Debtor's federal tax identification number are 3867.

B 6 Summary (Official Form 6 - Summary) (12/14)

**UNITED STATES BANKRUPTCY COURT**  
Southern District of New York

In re Filmed Entertainment Inc.,  
*Debtor*

Case No. 15-12244 (SCC)

Chapter 11

**SUMMARY OF SCHEDULES**

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	\$ 0.00		
B - Personal Property	Yes	9	\$ 3,009,738.26		
C - Property Claimed as Exempt	Yes	1			
D - Creditors Holding Secured Claims	Yes	1		\$ 800,000.00	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	4		\$ 64,061.05	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	3		\$ 17,366,057.97	
G - Executory Contracts and Unexpired Leases	Yes	3			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No				\$
J - Current Expenditures of Individual Debtors(s)	No				\$
<b>TOTAL</b>		<b>23</b>	<b>\$ 3,009,738.26</b>	<b>\$ 18,230,119.02</b>	

B 6 Summary (Official Form 6 - Summary) (12/14)

# UNITED STATES BANKRUPTCY COURT

Southern District of New York

In re Filmed Entertainment Inc.,  
*Debtor*

Case No. 15-12244 (SCC)

Chapter 11

## STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

☐ Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

**This information is for statistical purposes only under 28 U.S.C. § 159.**

**Summarize the following types of liabilities, as reported in the Schedules, and total them.**

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	\$ 0.00
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	\$ 64,061.05
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	\$ 0.00
Student Loan Obligations (from Schedule F)	\$ 0.00
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	\$ 0.00
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	\$ 10,249,208.00
<b>TOTAL</b>	<b>\$ 10,313,269.05</b>

**State the following:**

Average Income (from Schedule I, Line 12)	\$
Average Expenses (from Schedule J, Line 22)	\$
Current Monthly Income (from Form 22A-1 Line 11; <b>OR</b> , Form 22B Line 14; <b>OR</b> , Form 22C-1 Line 14)	\$

**State the following:**

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column		\$ 0.00
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column.	\$ 64,061.05	
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		\$ 0.00
4. Total from Schedule F		\$ 17,366,057.97
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		\$ 17,366,057.97

B6A (Official Form 6A) (12/07)

In re Filmed Entertainment Inc.  
Debtor

Case No. 15-12244 (SCC)  
(If known)

## SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a co-tenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether the husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

**Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim."

If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

DESCRIPTION AND LOCATION OF PROPERTY	NATURE OF DEBTOR'S INTEREST IN PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION	AMOUNT OF SECURED CLAIM
None				
Total▶			0.00	

(Report also on Summary of Schedules.)



In re Filmed Entertainment Inc.  
DebtorCase No. 15-12244 (SCC)  
(If known)**SCHEDULE B - PERSONAL PROPERTY**

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether the husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

**Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
1. Cash on hand.	x			
2. Checking, savings or other financial accounts, certificates of deposit or shares in banks, savings and loan, thrift, building and loan, and home- stead associations, or credit unions, brokerage houses, or cooperatives.		JPMorgan Chase Bank - New York, NY		456,899.36
3. Security deposits with public utilities, telephone companies, landlords, and others.	x			
4. Household goods and furnishings, including audio, video, and computer equipment.	x			
5. Books; pictures and other art objects; antiques; stamp, coin, record, tape, compact disc, and other collections or collectibles.		Various artwork in storage - New York, NY (net book value)		0.00
6. Wearing apparel.	x			
7. Furs and jewelry.	x			
8. Firearms and sports, photographic, and other hobby equipment.	x			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	x			
10. Annuities. Itemize and name each issuer.	x			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	x			

In re Filmed Entertainment Inc.  
Debtor

Case No. 15-12244 (SCC)  
(If known)

**SCHEDULE B - PERSONAL PROPERTY**  
(Continuation Sheet)

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and non-negotiable instruments.	X			
16. Accounts receivable.		Gross Accounts Receivable - New York, NY		1,782,440.21
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A -- Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			

In re Filmed Entertainment Inc.,  
Debtor

Case No. 15-12244 (SCC)  
(If known)

## SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
22. Patents, copyrights, and other intellectual property. Give particulars.		See attached Schedule 22 Addendum		
23. Licenses, franchises, and other general intangibles. Give particulars.		See attached Schedule 23 Addendum		
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X			
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.		Various Furniture and Office Supplies - New York, NY (net book value)		0.00
29. Machinery, fixtures, equipment, and supplies used in business.	X			
30. Inventory.		Gross Finished Goods - Hanover, PA		717,262.22
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.		DVD Royalty System (Spantech Software) - New York, NY		53,136.47
6 continuation sheets attached Total▶				\$ 3,009,738.26

(Include amounts from any continuation sheets attached. Report total also on Summary of Schedules.)



In re Filmed Entertainment Inc.  
Case No. 15-12244 (SCC)

Schedule B22 Addendum - Patents, copyrights, and other intellectual property

Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption
Trademark License Agreement for COLUMBIA HOUSE dated 6/21/02. Owner: Sony Music Entertainment, Inc. <u>Jurisdiction of registration:</u> US. <u>Registration numbers:</u> COLUMBIA HOUSE & Design – 2,163,365, COLUMBIA HOUSE – 2,188,791. <u>Registration dates:</u> COLUMBIA HOUSE & Design – 6/9/98, COLUMBIA HOUSE – 9/15/98.	Unknown
Domain names:	Unknown
1columbiahouse.com	Unknown
1priced.com	Unknown
1priceds.com	Unknown
1pricedcd.com	Unknown
1pricedcds.com	Unknown
1pricemusic.com	Unknown
blufriday.com	Unknown
canadamusicclub.com	Unknown
ccolumbiahouse.com	Unknown
cdhqcanada.com	Unknown
cdlounge.com	Unknown
cdnow.com	Unknown
cdnowpb.com	Unknown
cdx.com	Unknown
ch-tv.com	Unknown
chdvd.com	Unknown
chdvdclub.com	Unknown
chfamilyaisle.com	Unknown
chfamilyroom.com	Unknown
chmovie.com	Unknown
chtvclub.com	Unknown
classictvoffer.com	Unknown
clubdisc.com	Unknown



In re Filmed Entertainment Inc.  
Case No. 15-12244 (SCC)

Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption
colambiahouse.com	Unknown
columbiahouse.com	Unknown
cumbaihouse.com	Unknown
columbiahouse.com	Unknown
columbiahouse2.com	Unknown
columbiahousebluray.com	Unknown
columbiahousedvd.com	Unknown
columbiahousedvdmembership.com	Unknown
columbiahousefamilyaisle.com	Unknown
columbiahousefamilyroom.com	Unknown
columbiahousetv.com	Unknown
cumbiehouse.com	Unknown
cumbishousecanada.com	Unknown
colummbiahouse.com	Unknown
comlumbiahouse.com	Unknown
dgna.com	Unknown
directbrands.biz	Unknown
directbrands.com	Unknown
directbrands.us	Unknown
directbrands.us.com	Unknown
directgroupna.biz	Unknown
directgroupna.com	Unknown
directgroupna.net	Unknown
directsips.com	Unknown
discdeal.com	Unknown
dvdplayerdeal.com	Unknown
dvdromancelibrary.com	Unknown
dvdsteal.com	Unknown
family-aisle.com	Unknown
familyaisle.com	Unknown
familyisle.com	Unknown

In re Filmed Entertainment Inc.  
Case No. 15-12244 (SCC)

Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption
favoritetvoffer.com	Unknown
freshcupdirect.com	Unknown
getyourmusic.com	Unknown
grabyourmusic.com	Unknown
grabyourmusic.net	Unknown
greatdvddeal.com	Unknown
hearyourmusic.com	Unknown
hearyourmusic.net	Unknown
joinch.com	Unknown
joinchc.com	Unknown
joincolumbiahouse.com	Unknown
joinyourmusic.com	Unknown
joinyourmusic.net	Unknown
mobilemusicclub.com	Unknown
mobilemusicclub.net	Unknown
mobilemusicclub.com	Unknown
musicboulevard.com	Unknown
musidex.com	Unknown
myplaymusic.com	Unknown
mysterytvoffer.com	Unknown
new-worlddirect.com	Unknown
newworlddirect.com	Unknown
oclumbiahouse.com	Unknown
onepricecd.com	Unknown
onepricecds.com	Unknown
onepricedcd.com	Unknown
onepricedcds.com	Unknown
onepricemusic.com	Unknown
pzmc.com	Unknown
ritmoypasion.com	Unknown
ritmoypasionahora.com	Unknown

In re Filmed Entertainment Inc.  
Case No. 15-12244 (SCC)

Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption
s-sips.com	Unknown
sarahthetiara.com	Unknown
savingsdirecttoyou.com	Unknown
selectsips.com	Unknown
simplesips.com	Unknown
sipplus.com	Unknown
soundandspiritcds.com	Unknown
soundandspiritclub.com	Unknown
startym.com	Unknown
startym.net	Unknown
startyourmusic.com	Unknown
startyourmusic.net	Unknown
tellafriendnow.com	Unknown
tellafriendtoday.com	Unknown
tryyourmusic.com	Unknown
tryyourmusic.net	Unknown
tvatcolumbiahouse.com	Unknown
tvatcolumbiahouse.com	Unknown
tvfavoritesoffer.com	Unknown
tvgreats.com	Unknown
vitaminshealthplus.com	Unknown
yourmovies.com	Unknown
yourmusic.com	Unknown
yourmusic.net	Unknown
yourmusicjoin.com	Unknown
yourmusicjoin.net	Unknown
yourmusicplus.com	Unknown
yourmusicservice.com	Unknown
yourmusicservice.net	Unknown
yourmusicsite.com	Unknown
yourmusicsite.net	Unknown

In re Filmed Entertainment Inc.  
Case No. 15-12244 (SCC)

Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption
<u>yourmusicstart.com</u>	Unknown
<u>yourmusicstart.net</u>	Unknown
<u>yourtvfavorites.com</u>	Unknown
<u>yourtvondvd.com</u>	Unknown
<u>yrmus.com</u>	Unknown



<u>Schedule B23 Addendum - Licenses, franchises, and other general intangibles</u>	
Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption
Trademark License Agreement for COLUMBIA HOUSE dated 6/21/02. <u>Owner</u> : Sony Music Entertainment, Inc. <u>Jurisdiction of registration</u> : US. <u>Registration numbers</u> : COLUMBIA HOUSE & Design – 2,163,365, COLUMBIA HOUSE – 2,188,791. <u>Registration dates</u> : COLUMBIA HOUSE & Design – 6/9/98, COLUMBIA HOUSE – 9/15/98	Unknown
Anchor Bay Entertainment [Studio license for US]	Unknown
FUNimation Productions, Ltd. [Studio license for US]	Unknown
RIJ Entertainment, Inc. (f/k/a Image Entertainment, Inc.) [Studio license for US]	Unknown
Lightyear Entertainment, L.P. [Studio license for US]	Unknown
MGM Home Entertainment LLC [Studio license for US]	Unknown
Millennium Media Services, Inc. [Studio license for US]	Unknown
MPI Home Video, Inc. [Studio license for US]	Unknown
Paramount Home Entertainment, Inc. [Studio license for US]	Unknown
Screen Media Ventures, LLC [Studio license for US]	Unknown
Sony Pictures Home Entertainment Inc. [Studio license for US]	Unknown
Virgil Films and Entertainment LLC [Studio license for US]	Unknown
Pitney Bowes Software Inc. [Perpetual License to Code 1 Plus, List ConversionPlus and Verimove Software]	Unknown
IBM [Tivolia Workload Scheduler]	Unknown
Log Rhythm [Software for Security Incident Management]	Unknown
McAfee Security [network security software]	Unknown
Monotype Imaging [Fonts license]	Unknown
Oracle America, Inc. [Perpetual Licenses]	Unknown
Quest Software [License for TOAD and Litespeed]	Unknown
Vormetric [License for CoreGuard Encryption Software]	Unknown
Microsoft Licensing GP [Perpetual Licenses for varied software]	Unknown
Art Technology Group (now owned by Oracle)[Limited site Master Dyamo Ordering License]	Unknown
Aspect Software, Inc. [Workforce Management Business Day Support Plan Software]	Unknown
BMC Software [License of UNLOAD PLUS for DB2 software]	Unknown
Canon Financial Services, Inc. [License for PRISMApro v. 4 software]	Unknown
CA Technologies (Computer Associates) [Clarity Software]	Unknown
Endeca Technologies, Inc. (nowowned by Oracle) [Search Engine Customization software perpetual license]	Unknown
VMware [VMware software licenses]	Unknown

In re Filmed Entertainment Inc.,  
DebtorCase No. 15-12244 (SCC)  
(If known)**SCHEDULE C - PROPERTY CLAIMED AS EXEMPT**Debtor claims the exemptions to which debtor is entitled under:  
(Check one box)

- ☐ 11 U.S.C. § 522(b)(2)  
☐ 11 U.S.C. § 522(b)(3)

☐ Check if debtor claims a homestead exemption that exceeds  
\$155,675.\*

DESCRIPTION OF PROPERTY	SPECIFY LAW PROVIDING EACH EXEMPTION	VALUE OF CLAIMED EXEMPTION	CURRENT VALUE OF PROPERTY WITHOUT DEDUCTING EXEMPTION
None			

\* Amount subject to adjustment on 4/01/16, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

B 6D (Official Form 6D) (12/07)

In re Filmed Entertainment Inc.  
Debtor

Case No. 15-12244 (SCC)  
(If known)

### SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is the creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H – Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim Without Deducting Value of Collateral" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion, if Any" on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO.			7/22/14 All Debtor's assets, personal and fixture.				800,000.00	0.00
HCL America Inc. 330 Potero Avenue Sunnyvale, CA 94085			VALUE \$					
ACCOUNT NO.								
			VALUE \$					
ACCOUNT NO.								
			VALUE \$					
Subtotal ► (Total of this page)							\$ 800,000.00	\$ 0.00
Total ► (Use only on last page)							\$ 800,000.00	\$ 0.00

0 continuation sheets  
attached

(Report also on Summary of Schedules.)

(If applicable, report also on Statistical Summary of Certain Liabilities and Related Data.)



B6E (Official Form 6E) (04/13)

In re Filmed Entertainment Inc.  
*Debtor*

Case No. 15-12244 (SCC)  
*(if known)*

## SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets.)

☐ **Domestic Support Obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

☐ **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

☐ **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$12,475\* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

☐ **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

\* Amount subject to adjustment on 4/01/16, and every three years thereafter with respect to cases commenced on or after the date of adjustment.



B6E (Official Form 6E) (04/13) – Cont.

In re Filmed Entertainment Inc.,  
*Debtor*

Case No. 15-12244 (SCC)  
*(if known)*

☐ **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$6,150\* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

☐ **Deposits by individuals**

Claims of individuals up to \$2,775\* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

☒ **Taxes and Certain Other Debts Owed to Governmental Units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

☐ **Commitments to Maintain the Capital of an Insured Depository Institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507 (a)(9).

☐ **Claims for Death or Personal Injury While Debtor Was Intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

*\* Amounts are subject to adjustment on 4/01/16, and every three years thereafter with respect to cases commenced on or after the date of adjustment.*

B6E (Official Form 6E) (04/13) – Cont.

In re Filmed Entertainment Inc.,  
Debtor

Case No. 15-12244 (SCC)  
(if known)

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet)

Type of Priority for Claims Listed on This Sheet

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY	
Account No.										
See attached Schedule E Addendum										
Account No.										
Account No.										
Account No.										
Sheet no. <u>1</u> of <u>2</u> continuation sheets attached to Schedule of Creditors Holding Priority Claims							Subtotals▶ (Totals of this page)	\$ 64,061.05	\$ 64,061.05	0.00
Total▶ (Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)								\$ 64,061.05		
Totals▶ (Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)								\$ 64,061.05	\$	0.00

In re Filmed Entertainment Inc.  
Case No. 15-12244 (SCC)  
Schedule E Addendum - Creditors Holding Unsecured Priority Claims

Schedule E Addendum – Creditors Holding Unsecured Priority Claims																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																						</
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B 6F (Official Form 6F) (12/07)

In re Filmed Entertainment Inc.,  
DebtorCase No. 15-12244 (SCC)  
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data..

☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							
See attached Schedule F Addendum							
ACCOUNT NO.							
ACCOUNT NO.							
ACCOUNT NO.							
Subtotal▶							\$
Total▶							\$
(Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)							17,366,057.97

2 continuation sheets attached



In re Filmed Entertainment Inc.  
Case No. 15-12244 (SCC)  
Schedule F Addendum - Creditors Holding Unsecured Nonpriority Claims

Schedule F Addendum - Creditors Holding Unsecured Nonpriority Claims										Contingent				Unliquidated				Disputed				Amount of Claim			
Creditor Name	Address1	Address2	City	State	Zip	Country	Debtor	Date Claim was Incurred and Consideration for Claim. If Claim is Subject to Setoff, so State.																	
ACORN MEDIA	8515 Georgia Avenue, Suite 650		Silver Spring	MD	20910	USA		As of 8/10/15														\$	1,473.89		
Anchor Bay Entertainment, LLC	9242 Beverly Blvd., Suite 20	Attn: Dan Beaton	Beverly Hills	CA	90201	USA		As of 8/10/15														\$	96,861.81		
Aon Consulting, Inc.	PO Box 95135		Chicago	IL	60694-5138	USA		As of 8/10/15														\$	7,041.66		
Arraya	523 Plymouth Road, Suite 212		Plymouth Meeting	PA	19462	USA		As of 8/10/15														\$	19,000.00		
Avalara, Inc.	100 Ravine Lane NE Suite 220		Bainbridge Island	WA	98110	USA		As of 8/10/15														\$	115,600.00		
Avaya Inc.	14400 Hertz Quail Spring Parkway		Oklahoma City	OK	73134	USA		As of 8/10/15														\$	79,000.00		
Baker & Taylor	P.O. Box 277938		Atlanta	GA	30384-7930	USA		As of 8/10/15														\$	579.50		
Bookspan LLC	2 Park Ave	10th Floor	New York	NY	10016	USA		As of 8/10/15														\$	1,214,180.72		
GBS Home Entertainment Inc	1700 Broadway, 33 <sup>rd</sup> Fl.	Attn: Kenneth L. Ross	New York	NY	10019	USA		As of 8/10/15														\$	36,623.00		
Christian, Valerie	3 Rock Ridge Road		Larchmont	NY	10538	USA		As of 8/10/15														\$	73,198.00		
Cognizant Technology Solutions																									
U.S. Corp.	500 Frank W. Burr Blvd., Suite 50	C/O John C. Scalzo, Esq.	Teaneck	NJ	07666	USA		As of 8/10/15														\$	492,000.00		
Colin, Jr., Ralph	P.O. Box 1759		Manchester Cen	VT	05255	USA		As of 8/10/15														\$	180,825.00		
Conway Freight	2211 Old Earhart Road Suite 100	Ph: (734) 994-6600	Ann Arbor	MI	48105-2751	USA		As of 8/10/15														\$	25,000.00		
Equinix, Inc.	One Lagoon Drive, 4 <sup>th</sup> Fl.		Redwood City	CA	94065	USA		As of 8/10/15														\$	61,048.00		
FUNIMATION	1200 Lakeside Parkway, Building 1		Flower Mount	TX	75028	USA		As of 8/10/15														\$	6,840.94		
GREEN APPLE	123 NW 13th Street, Suite 206		Boca Raton	FL	33432	USA		As of 8/10/15														\$	365.61		
HEARST/ABC/NBC - A & E	959 EIGHTH AVENUE		New York	NY	10019	USA		As of 8/10/15														\$	4,934.64		
Highwinds Network Group, Inc.	807 Morse Blvd. Ste.101	Attn: Nick Kauten	Winter Park	FL	32789	USA		As of 8/10/15														\$	32,000.00		
Innerworkings Inc.	P.O. Box 842426	Att: Accounts Receivable	Boston	MA	02284-2426	USA		As of 8/10/15														\$	3,356.00		
Intelliprint Solutions, Inc	3930 CHAMBERS HILL ROAD		Harrisburg	PA	17111	USA		As of 8/10/15														\$	885.50		
Kuroi, Sharon	3188 Old Ranch Drive		Santa Rosa	CA	95405	USA		As of 8/10/15														\$	1,394,713.00		
Level 3 Communications, LLC	1025 Eldorado Blvd.	C/O Keith Lewis, Esq.	Broomfield	CO	80021	USA		As of 8/10/15														\$	51,000.00		
Lions Gate Films, Inc.	2700 Colorado Ave.	Attn: Ron Schwartz	Santa Monica	CA	90404	USA		As of 8/10/15														\$	245.76		
MAVERICK SOFTWARE	1191 East Newport Center Drive		Deerfield Beach	FL	33442	USA		As of 8/10/15														\$	167,598.38		
McQueen, Norman	131 Garden Trace		San Antonio	TX	78260	USA		As of 8/10/15														\$	1,502.58		
Mercantile Adjustment Bureau	165 Lawrence Bell Drive, Suite 100		Williamsville	NY	14221	USA		As of 8/10/15														\$	336,184.00		
Microsoft	P.O. Box 842103		Dallas	TX	75284-2103	USA		As of 8/10/15														\$	70,586.83		
MILLENNIUM (FIRST LOOK HOME ENT.)	52 BOLWARRA ROAD ELANORA HEIGHTS NSW		ELANORA HEIGHTS NSW	N/A	02101	Australia		As of 8/10/15														\$	9,900.00		
MPI HOME VIDEO INC.	16101 South 108th Ave		Orland Park	IL	60462	USA		As of 8/10/15														\$	15,532.22		
MPI Media Group	16101 South 108th Avenue		Orland Park	IL	60467	USA		As of 8/10/15														\$	21,782.94		
Najafi Companies	2525 E Camelback Rd, Suite 850	Attn: Tina Rhodes-Hall	Phoenix	AZ	5016	USA		As of 8/10/15														\$	4,062.30		
Neustar	P.O. Box 277833		Atlanta	GA	30384	USA		As of 8/10/15														\$	137,500.00		
NEW VIDEO GROUP	902 Broadway, 9th Floor		New York	NY	10010	USA		As of 8/10/15														\$	3,100.00		
OLIVE FILMS	1528 W Adams Street, #1		Chicago	IL	60607	USA		As of 8/10/15														\$	14,509.23		
Ostroff, William	23 Park Place		Short Hills	NJ	07078-2825	USA		As of 8/10/15														\$	5,073.40		
OUR ALCHEMY, LLC	5900 WILSHIRE BLVD, 18TH FLOOR		Los Angeles	CA	90036	USA		As of 8/10/15														\$	13,018.00		
Paramount Home Entertainment Inc	5555 Melrose Avenue	Attn: Margie Pacacha	Hollywood	CA	90038-3197	USA		As of 8/10/15														\$	666.70		
																						\$	146,018.96		

In re Filmed Entertainment Inc.  
Case No. 15-12244 (SCC)  
Schedule F Addendum - Creditors Holding Unsecured Nonpriority Claims

Creditor Name	Address1	Address2	City	State	Zip	Country	CoDebtor	Date Claim was Incurred and Consideration for Claim. If Claim is Subject to Setoff, so State.	Contingent	Unliquidated	Disputed	Amount of Claim
Pension Benefit Guaranty Corporation	1200 K Street, N.W.	Attn: Michael Strollo, Financial Analyst	Washington	DC	20005-4026	USA		As of 8/10/15				\$ 1,829,462.00
Pinkerton, Max	108 Aspen Circle		Leesburg	FL	34748	USA		As of 8/10/15	x			\$ 163,436.00
RJ Entertainment, Inc., successor-in-interest to Image Entertainment, Inc.	The Trillium - East Tower 6320 Canoga Avenue, 8th Floor	Attn: Jess De Leo	Woodland Hills	CA	91367	USA		As of 8/10/15				\$ 42,264.66
SCREEN MEDIA	757 Third Ave -3rd Floor		New York	NY	10017	USA		As of 8/10/15				\$ 7,391.11
Screen Media	757 Third Avenue 3rd Floor		New York	NY	10017	USA		As of 8/10/15				\$ 158.10
SLR Properties Trust	1201 N. Market Street, Suite 2100	DLA Piper LLP (US), Attn: John L. Reed, Esq.	Wilmington	DE	19801	USA		Litigation Claim	x	x		-
Sony Pictures Home Entertainment	Po Box 120001 Department 0648		Dallas	TX	75312-0648	USA		As of 8/10/15				\$ 14,415.70
Sony Pictures Home Entertainment, Inc.	10202 West Washington Boulevard	Attn: Karyn Filek	Culver City	CA	90232	USA		As of 8/10/15				\$ 64,778.00
Source HOV	PO Box 142589 Drawer 9092		Irving	TX	75014	USA		As of 8/10/15				\$ 7,000.00
StyleOwner, Inc.	P.O. Box 3631	Hoffheimer Gardlir & Gross, LLP, Attn: Craig Weiner, Esq.	New York	NY	10163-3631	USA		Litigation Claim	x	x		-
Summit Distribution, LLC	1601 Cloverfield Boulevard, Suite 200 South Tower	Attn: Ron Schwartz	Santa Monica	CA	90404	USA		As of 8/10/15				\$ 41,157.78
The Bank of New York Mellon	5100 Poplar Avenue, Suite 1000	Attn: BNY Mellon Lease Administration	Memphis	TN	38137	USA		As of 8/10/15				\$ 127,730.61
The Northern Trust Company	40 W. 57th St.		New York	NY	10019	USA		As of 8/10/15	x			-
Totally Awesome Warehouse	348 Poplar Street		Hanover	PA	17331	USA		As of 8/10/15				\$ 21,939.45
Universal Studios Home Entertainment LLC	10 Universal City Plaza, 4 <sup>th</sup> Floor	Attn: Jed Lackman	Universal City	CA	91608	USA		As of 8/10/15				\$ 1,016,279.28
USPS DISBURSING OFFICER	PO BOX 21666		Eagan	MN	55121-0666	USA		As of 8/10/15				\$ 451.52
Verizon Business	PO Box 660794 Dallas		Dallas	TX	5266-0794	USA		As of 8/10/15				\$ 332.66
Verizon Business Network Services, Inc. on behalf of Cybertrust, Inc.												
VIRGIL FILMS (formerly kn Warner Home Entertainment, Inc.	22001 Loudon County Parkway 407 Broome Street, Suite 6A		Ashburn	VA	20147	USA		As of 8/10/15		x		\$ 800,000.00
Whitkanack, Fred	4000 Warner Blvd.	Attn: Michael Rweyemamu	Burbank	CA	91522	USA		As of 8/10/15			x	\$ 290,894.16
Wolter, Richard	10573 N CO Rd 300 W		Brazil	IN	47834	USA		As of 8/10/15	x			\$ 132,176.00
XO	60 Split Rock Rd		Boonton Townsh	NJ	07005	USA		As of 8/10/15	x			\$ 7,955,658.00
	14239 Collections Center Drive		Chicago	IL	60693	USA		As of 8/10/15				\$ 5,200.00



B 6G (Official Form 6G) (12/07)

**In re** Filmed Entertainment Inc.,  
**Debtor**

Case No. 15-12244 (SCC)  
(if known)

## SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser," "Agent," etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no executory contracts or unexpired leases.

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
See attached Schedule G Addendum	



In re Filmed Entertainment Inc.  
Case No. 15-12244 (SCC)

**Schedule G Addendum - Executory Contracts and Unexpired Leases**

In re Filmed Entertainment Inc.  
Case No. 15-12244 (SCC)  
Schedule G Addendum - Executory Contracts and Unexpired Leases

Creditor Name	Address1	Address2	City	State	Zip	Country	Description of Contract or Lease and Nature of Debtor's Interest. State Whether Lease is for Nonresidential Real Property. State Contract Number of Any Government Contract.
PayPal, Inc.	eBay Park North	2211 North First Street	San Jose	CA	95131	USA	Services enabling receipt of customer payments online
Penn Credit Corp.	916 South 14th Street		Harrisburg	PA	17104	USA	Collection services
Perspective International d/b/a TheDunningGuru.com	18 Franklin Avenue		East Setauket	NY	11733	USA	Design of dunning correspondence
Pitney Bowes Software, Inc.	4200 Parliament Place		Lanham	MA	20706-1844	USA	Perpetual License - Code 1 Plus, List Conversion Plus and Verimove Software
Plus Media LLC	892 Route 35	P.O. Box 775	Cross River	NY	10518-0775	USA	Program management services
Quest Software, Inc.	5 Polaris Way		Aliso Viejo	CA	92658	USA	Software License [TOAD and Litespeed for backup/restore]
Receivables Performance Management	20816 44th Avenue West		Lynwood	WA	98036	USA	Collection and lettershop services
RSA Security	174 Middlesex Turnpike		Bedford	MA	01730	USA	VPN Key Fob Maintenance
Secureworks, Inc.	1 Concourse Parkway	#500	Atlanta	GA	30328	USA	Managed IT services
Solutions for Account Management	4075 Linglestown Road	#321	Harrisburg	PA	17112	USA	Collection agency brokerage services
Space Pencil, Inc. a/k/a KISSmetrics	407 Morning Lane		Redwood City	CA	94065	USA	Website data collection/analysis
Spantech Software, Inc.	2864 State Highway 27	Ste F	North Brunswick	NJ	08902	USA	Maintenance and support of DVD Royalty System
Sunrise Credit Services, Inc.	260 Airport Plaza	Ste. C	Farmingdale	NY	11735	USA	Collection services
The Bank of New York Mellon	P.O. Box 360528		Pittsburgh	PA	15251-6528	USA	Sub-Sublease pertaining to leased premises at 63 Madison Avenue, New York, NY - Non-Residential Real Property
The Receivable Management Services Corp.	240 Emery Street		Bethlehem	PA	18015	USA	Credit card chargeback services
Totally Awesome Warehouse LLC	348 Poplar Street		Hanover	PA	17331	USA	Fulfillment Services Agreement
TrendMicro Incorporated	225 E. John Carpenter Freeway	Suite 1500	Irving	TX	75062	USA	Anti-virus maintenance
Vandis, Inc.	1 Albertson Avenue		Albertson	NY	11507	USA	F5 Support and maintenance
Vinesse, LLC	822 Hampshire Road	Ste. E	Westlake Village	CA	91361	USA	Marketing of wine club to members
VMware, Inc.	3401 Hillview Avenue		Palo Alto	CA	94304	USA	VMware Software licenses
Vormetric Inc.	3131 Jay Street		Santa Clara	CA	95054-3308	USA	Encryption Software (CoreGuard) License and Maintenance
WestPoint Home, Inc.	1185 Avenue of the Americas		New York	NY	10036	USA	Sublease: FEI sub-tenant at leased premises at 63 Madison Avenue, New York, NY - Non-Residential Real Property



In re Filmed Entertainment Inc.,  
DebtorCase No. 15-12244 (SCC)  
(if known)**SCHEDULE H - CODEBTORS**

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by the debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight-year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☒ Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR



In re Filmed Entertainment Inc.,  
Debtor

Case No. 15-12244 (SCC)  
(if known)

## DECLARATION CONCERNING DEBTOR'S SCHEDULES

### DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR

I declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of \_\_\_\_\_ sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date \_\_\_\_\_

Signature: \_\_\_\_\_  
Debtor

Date \_\_\_\_\_

Signature: \_\_\_\_\_  
(Joint Debtor, if any)

[If joint case, both spouses must sign.]

### DECLARATION AND SIGNATURE OF NON-ATTORNEY BANKRUPTCY PETITION PREPARER (See 11 U.S.C. § 110)

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h) and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required by that section.

Printed or Typed Name and Title, if any,  
of Bankruptcy Petition Preparer

Social Security No.  
(Required by 11 U.S.C. § 110.)

If the bankruptcy petition preparer is not an individual, state the name, title (if any), address, and social security number of the officer, principal, responsible person, or partner who signs this document.

\_\_\_\_\_

\_\_\_\_\_

Address

X

Signature of Bankruptcy Petition Preparer

Date

Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document, unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional signed sheets conforming to the appropriate Official Form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.

### DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION OR PARTNERSHIP

I, the Clifton B. Knight, Jr. [the president or other officer or an authorized agent of the corporation or a member or an authorized agent of the partnership] of the corporation [corporation or partnership] named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 24 sheets (Total shown on summary page plus 1), and that they are true and correct to the best of my knowledge, information, and belief.

Date 09/08/2015

Signature: /s/ Clifton B. Knight, Jr.

Executive VP Legal & Business Affairs

[Print or type name of individual signing on behalf of debtor.]

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 and 3571.